

UNITED STATES DISTRICT COURT
for the
SOUTHERN DISTRICT OF NEW YORK

-----X Index No.:
EPIRUS CAPITAL MANAGEMENT, LLC, DODONA 09 CV 2594 (SHS)
I, LLC, and ALAN BRODY,

Plaintiffs,

-against-

CITIGROUP INC., CITIGROUP GLOBAL MARKETS
INC., OCTONION I CDO CORP., HARDING
ADVISORY LLC, WING CHAU, THOMAS
MAHERAS, RANDOLPH BARKER, MICHAEL
RAYNES, DONALD QUINTIN, NESTOR
DOMINGUEZ, JOHN FRONTERO, and DAVID
BUSHNELL,

Defendants.

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DECLARATION OF
LARA J. BRODY

LARA J. BRODY, ESQ., being an attorney at law duly admitted and licensed to practice law before this Court, and the attorney of record for plaintiffs in the above-captioned action, declares as follows:

1. That I am a partner in LIEBERMAN BRODY LLP, the attorney for plaintiffs herein, and as such, I am fully familiar with all of the facts and circumstances of this matter heretofore had herein.

2. This Declaration is made in support of plaintiff's opposition to Citigroup defendants' and Harding defendants' motions to dismiss the Verified Complaint previously filed in this action and to submit the annexed Memorandum of Law in further support of plaintiff's opposition herein.

3. In accordance with 28 U.S.C. § 1746, I hereby declare under penalty of perjury that the foregoing is true and correct.

WHEREFORE, your affiant respectfully prays for an order denying defendants' motion to dismiss in its entirety, and for such other, further and different relief as this Court deems just and proper in the premises.

Dated: July 24, 2009
New York, New York

/s/
LARA J. BRODY (LB 7858)